

B 210A (Form 210A) (12/09)

**United States Bankruptcy Court
Southern District of New York**

In re Lehman Brothers Holdings Inc., et al., Debtors.

Case No. 08-13555 (JMP)
(Jointly Administered)

PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Goldman Sachs Lending Partners LLC
Name of Transferee

Waterstone MF Fund, Ltd
Name of Transferor

Name and Address where notices to transferee should be sent:

Goldman Sachs Lending Partners LLC
c/o Goldman, Sachs & Co.
30 Hudson Street, 5th Floor
Jersey City, NJ 07302
Attn: Michelle Latzoni
Email: gsd.link@gs.com
Tel: (212)934-3921

Court Claim # (if known): 21894
Amount of Claim Transferred: \$1,171,000.00 (as allowed)
Date Claim Filed: September 21, 2009
Debtor: Lehman Brothers Special Financing Inc.

Phone: _____
Last Four Digits of Acct #: _____


Phone: _____
Last Four Digits of Acct. #: _____

Name and Address where transferee payments should be sent (if different from above):

Phone: _____
Last Four Digits of Acct #: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

GOLDMAN SACHS LENDING PARTNERS LLC

By:  Michelle Latzoni
Authorized Signatory Date: 12/21/12
Name of Transferee/Transferee's Agent

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

Acknowledged and Agreed:

WATERSTONE MF FUND, LTD
By: Waterstone Capital Management, L.P.

By: _____
Transferor/Transferor's Agent

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

GOLDMAN SACHS LENDING PARTNERS LLC

By: _____
Name of Transferee/Transferee's Agent

Date: _____

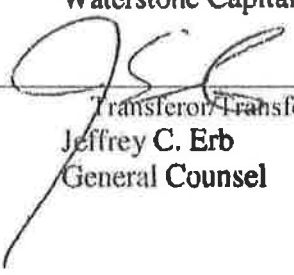
Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

Acknowledged and Agreed:

WATERSTONE MF FUND, LTD

By: Waterstone Capital Management, L.P.

Waterstone Capital Management, L.P.

By:  _____
Transferor/Transferor's Agent
Jeffrey C. Erb
General Counsel